

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

ESTATE OF KEVIN SCHWING,)	
)	Civil Action
Plaintiff)	No. 03-cv-04848
)	
vs.)	
)	
THE LILLY HEALTH PLAN;)	
THE ELI LILLY AND COMPANY LIFE)	
INSURANCE AND DEATH BENEFIT PLAN;)	
THE ELI LILLY AND COMPANY HEALTH)	
CARE FLEXIBLE SPENDING PLAN;)	
THE ELI LILLY AND COMPANY)	
DEPENDENT DAY CARE FLEXIBLE)	
SPENDING PLAN;)	
THE LILLY SEVERANCE PAY PLAN;)	
THE ELI LILLY AND COMPANY)	
HOLIDAY AND VACATION PLAN;)	
THE LILLY DENTALPLUS PLAN;)	
PCS PHARMACY BENEFITS MANAGEMENT)	
SERVICE PROGRAM;)	
THE LILLY EMPLOYEE SAVINGS PLAN;)	
THE LILLY RETIREMENT PLAN;)	
ELI LILLY AND COMPANY,)	
Individually and as Plan Sponsor,)	
Fiduciary and Administrator of)	
The Lilly Retirement Plan, and)	
The Lilly Severance Pay Plan,)	
and The Eli Lilly and Company)	
Holiday and Vacation Plan, and)	
The Lilly Health Plan, and)	
The Lilly DentalPlus Plan, and)	
PCS Pharmacy Benefits Management)	
Service Program;)	
THE EMPLOYEE BENEFITS COMMITTEE,)	
As Administrator and Named)	
Fiduciary of The Lilly Retirement)	
Plan, and The Lilly Severance)	
Pay Plan, and The Eli Lilly and)	
Company Holiday and Vacation)	
Plan, and The Lilly Health Plan,)	
and The Lilly DentalPlus Plan,)	
and PCS Pharmacy Benefits)	
Management Service Program; and)	
LILLY GLOBAL SHARES STOCK)	
OPTION PLAN,)	
)	
Defendants)	

O R D E R

NOW, this 28th day of September, 2012, upon consideration of Defendants' Petition for Attorneys' Fees and Costs, which petition was filed September, 30, 2011 (Document 114); upon consideration of Plaintiff, Estate of Kevin Schwing's Response in Opposition to Defendants' Petition for Attorneys' Fees and Costs, which response was filed October 14, 2011 (Document 116); upon consideration of the briefs of the parties; after oral argument held on May 3, 2012; and for the reasons expressed in the accompanying Opinion,

IT IS ORDERED that Defendants' Petition for Attorneys' Fees and Costs is denied.

BY THE COURT:

/s/ JAMES KNOLL GARDNER
James Knoll Gardner
United States District Judge